

SPECIAL MEETING

OF THE MUNICIPAL COUNCIL OF THE CITY OF BAYONNE, IN THE COUNTY OF HUDSON,
NEW JERSEY, HELD IN THE COUNCIL CHAMBER, MUNICIPAL BUILDING, 630 AVENUE C,
ON THURSDAY, DECEMBER 11, 2019

The Council met at 6:52 P.M.

The Council President Nadrowski announced: "I would like to advise all those present that notice of this special meeting of the Municipal Council of the City of Bayonne of December 11, 2019 has been provided to the public in accordance with the provisions of the Open Public Meetings Act of the State of New Jersey. An additional Notice of time and place was posted and filed with the City Clerk and was forwarded to the Jersey Journal and the Star Ledger by on December 9, 2019."

The Special Meeting of the Municipal Council of the City of Bayonne is now in session.

The Clerk called the roll.

Present were: Council Members Carroll, Gullace, La Pelusa, Perez, and President Nadrowski.

The Council President led the Pledge of Allegiance.

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01. Council President Nadrowski moved that the following communication be received and filed, seconded by Council Member LaPelusa, which motion was adopted.

CITY OF BAYONNE
OFFICE OF THE MAYOR
630 AVENUE "C"
BAYONNE, N.J. 07002
PHONE 201-858-6010

December 6, 2019

Madelene C. Medina, City Clerk
City of Bayonne
630 Avenue C
Bayonne, NJ 07002

RE: Call for Special Meeting

Dear Ms. Medina:

Please be advised that it will be necessary to call for a Special Meeting of the Municipal Council of the City of Bayonne on Wednesday, December 11, 2019 at 6:45 pm. The purpose of the Special Meeting is as follows:

Awarding the sale by the City of Bayonne, in the County of Hudson, New Jersey of its property tax levy to RTLJF-NJ, LLC for the fiscal year ending December 31, 2019 for the bid amount of \$356,001.00.

Please provide the required notices. If you should have any questions or comments, please contact me at the above numbers. Thank you for your attention in this matter.

Very truly yours,

/s/ James M. Davis
Mayor

Yeas - Council Members Gullace, La Pelusa, Peres and President Nadrowski.

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02. Council President Nadrowski moved that the following communication be received and filed, seconded by Council Member LaPelusa, which motion was adopted.

RESOLUTION AWARDING THE SALE BY THE CITY OF BAYONNE,
IN THE COUNTY OF HUDSON, NEW JERSEY OF ITS PROPERTY
TAX LEVY FOR THE FISCAL YEAR ENDING DECEMBER 31, 2019
AND RATIFYING, CONFIRMING AND AUTHORIZING CERTAIN
ACTIONS IN CONNECTION THEREWITH

WHEREAS, Chapter 99 of the Laws of New Jersey of 1997, effective May 12, 1997 (the “Act”), authorizes any municipality to sell its “total property tax levy” to the highest responsible bidder therefor in accordance with the procedures and limitations set forth therein; and

WHEREAS, the Tax Collector and Chief Financial Officer of the City of Bayonne, in the County of Hudson, New Jersey (the “City”), have heretofore caused to be prepared and distributed to potential bidders and others a “Notice of Sale Relating to the Purchase of the Property Tax Levy for the Fiscal Year Ending December 31, 2019 from the City of Bayonne, in the County of Hudson, New Jersey”, dated November 20, 2019 (the “Notice of Sale”), requesting bids for the purchase of the City’s property tax levy for the fiscal year ending December 31, 2019 (the “Fiscal Year”); and

WHEREAS, the Tax Collector and Chief Financial Officer of the City have heretofore also caused to be prepared and distributed to potential bidders and others, certain documents and other information, and the City’s special counsel has heretofore caused to be published certain notices, each in connection with the Notice of Sale; and

WHEREAS, by Resolution No. 19-08-21-043, duly adopted on August 21, 2019 (the “Resolution”), the City Council of the City has heretofore authorized the sale of the property tax levy, the preparation and distribution of documents and other information as aforesaid and the publication of certain notices as aforesaid, and authorized the Chief Financial Officer of the City to receive bids and take all actions in connection therewith in accordance with the Notice of Sale; and

WHEREAS, the Tax Collector and Chief Financial Officer of the City have heretofore also caused to be prepared and distributed to potential bidders and others: (i) a form of Purchase and Sale Agreement, between the City and the purchaser of the property tax levy (the “Agreement”), (ii) the Financial Information (as such term is defined in the Agreement) and (iii) other items constituting part of the Bid Package (as such term is defined in the Agreement); and

WHEREAS, the City’s special counsel has heretofore caused to be published a copy of the Notice of Sale (stating, among other things, the manner of submitting and method of receiving bids and the time and place of sale) in a newspaper circulating in the City at least 14 days in advance of the date fixed for receiving bids; and

WHEREAS, three (3) bids complying with the requirements set forth in the Notice of Sale were received in response to the Notice of Sale, and the Chief Financial Officer has recommended that the City Council make an award to the Highest Responsible Bidder (as such term is defined in the Act) in accordance with the provisions of the Notice of Sale; and

WHEREAS, the City Council desires to award the Agreement to the Highest Responsible Bidder, in accordance with Section 16(a) of the Act; and

WHEREAS, the Chief Financial Officer of the City has heretofore provided the City Council with a fiscal analysis (the “Fiscal Analysis”) of the impact of the proposed sale of the property tax levy (the “Sale”) on the current City budget and the projected City budgets for the next two subsequent years, in accordance with Section 14 of the Act; and

WHEREAS, the Chief Financial Officer of the City has heretofore caused or will cause to be forwarded to the Director of the Division of Local Government Services in the Department of Community Affairs (the “Division”) copies of the Fiscal Analysis and the form of the Agreement (including pricing terms derived from the high bidder); and

WHEREAS, the Highest Responsible Bidder has heretofore delivered to the City a Credit Facility (as such term is defined in the Agreement), meeting the requirements set forth in the Notice of Sale and in the Agreement and otherwise in form and substance satisfactory to the City and its counsel.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF BAYONNE, IN THE COUNTY OF HUDSON, NEW JERSEY AS FOLLOWS:

SECTION 1. In accordance with the Notice of Sale and the Act, “RTLJF-NJ, LLC”, organized and existing under the laws of the State of New Jersey, (the “Purchaser”) is hereby determined to be the Highest Responsible Bidder for the purchase of the Property Tax Levy (as such term is defined in the Agreement) on the basis of the offer set forth in its proposal (the “Winning Bid”), a copy of which proposal is attached hereto as Exhibit A. The Winning Bid states a Levy Bid (as such term is defined in the Agreement) constituting a premium of \$356,001.00. The Agreement

is hereby awarded to the Purchaser in accordance with the terms of the Act, the Notice of Sale and the Winning Bid.

SECTION 2. The Agreement and Fiscal Analysis, in substantially the forms on file with the City Clerk are hereby approved, and the Mayor of the City is hereby authorized and directed to execute and deliver the Agreement, with such changes as may be approved by such officers, their execution and delivery thereof being conclusive evidence as to such approval.

SECTION 3. The Credit Facility, in the form of a Letter of Credit provided by Associated Bank, is hereby determined to be acceptable to the City in substance, and is hereby approved and found to be sufficient in accordance with Section 17(b) of the Act, subject to any changes which may be required by the Mayor, the Chief Financial Officer or the City's special counsel.

SECTION 4. All actions heretofore taken by the Mayor, the Tax Collector and Chief Financial Officer, the City Counsel, Special Counsel, and all other employees and officials of the City (collectively, the "Authorized Persons") on behalf of the City in furtherance of the Sale are hereby ratified and confirmed, including specifically: (i) the request for sealed bids for the sale of the Property Tax Levy for the Fiscal Year, (ii) the preparation and distribution of certain information regarding the City including, without limitation, the Notice of Sale, the form of the Agreement, the Financial Information and other items constituting part of the Bid Package (the content of all of which is hereby ratified and confirmed), (iii) the publication of the Notice of Sale, in accordance with Section 16 of the Act, (iv) the receipt of sealed bids, the determination of the Highest Bidder in accordance with the provisions of the Notice of Sale, (v) the inclusion of the pricing terms derived from the Highest Bid in the form of the Agreement and the preparation, in accordance with Section 14 of the Act, of the Fiscal Analysis, taking into account the pricing terms derived from the high bidder and (vi) the submission of the form of the Agreement (including such pricing terms) and the Fiscal Analysis to the Director of the Division, and the representation of the City before the Division in all matters relating thereto.

SECTION 5. All Authorized Persons are hereby authorized and directed to do all things necessary or convenient in furtherance of the Sale including, without limitation, the execution and delivery of all documents in connection therewith and in connection with the special tax sale referred to in Section 6 hereof.

SECTION 6. Pursuant to N.J.S.A. 54:5-19, the Act and other applicable statutes, the City hereby determines to enforce the liens for unpaid taxes for the Fiscal Year, in part, by holding a special tax sale no later than April 30, 2020, whereat "New Tax Sale Certificates" (as such term is defined in the Agreement), shall be issued or assigned and sold to the Purchaser, each upon compliance with the payment and other requirements set forth in the Agreement (which requirements include, among other things, the payment of certain taxes, assessments and other municipal charges). Such special tax sale shall be held without prejudice to the right of the City to hold one or more separate tax sales in accordance with applicable law to enforce taxes, assessments and other municipal charges for which tax sale certificates are not issued or assigned to the Purchaser in accordance with the Agreement (which separate tax sale(s) may be held before, simultaneously with or after the aforementioned special tax sale).

SECTION 7. The City Clerk, or any other Authorized Person, is hereby authorized and directed to cause such notices to be published or otherwise given, in accordance with applicable law, as may be necessary in connection with the issuance of tax sale certificates as provided in Section 6 hereof.

SECTION 8. Notwithstanding any resolution to the contrary, the Tax Collector is hereby authorized to remit such funds to the Purchaser as may be provided in the Agreement, and there shall be no municipal fiscal restrictions (within the meaning of N.J.S.A. 54:5-58, or otherwise) imposed upon the Tax Collector in connection therewith.

SECTION 9. The Tax Collector shall accept payment from the Purchaser of such portions of the Levy Price and the TSC Amount (as such terms are defined in the Agreement) as relate to properties which are the subject of prior municipally-held tax sale certificates not therefore redeemed.

SECTION 10. This resolution shall take effect upon adoption hereof and receipt by the City of the written approval of the Director of the Division of the execution of the Agreement, in accordance with Section 12(b) of the Act.

Yeas - Council Members Gullace, La Pelusa, Peres and President Nadrowski.

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At 6:54 P.M., Council President Nadrowski moved to adjourn, seconded by Council Member LaPelusa, which motion was adopted.

Yeas - Council Members Carroll, Gullace, La Pelusa, Perez, and President Nadrowski.

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President – Sharon Nadrowski

City Clerk – Madelene C. Medina

